

Stephen D. Finestone (125675)
Jennifer C. Hayes (197252)
FINESTONE HAYES LLP
456 Montgomery Street, 20th Floor
San Francisco, California 94104
Tel. (415) 616-0466
Fax (415) 398-2820
jhayes@fhlawllp.com

Attorneys for Chapter 7 Trustee
Kyle Everett

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re

BENJA INCORPORATED,

Debtor.

Case No. 20-30819-DM

Chapter 7

**CHAPTER 7 TRUSTEE'S NOTICE
OF HEARING ON MOTION TO
APPROVE COMPROMISE OF
CONTROVERSY WITH
SECURITIES AND EXCHANGE
COMMISSION**

Date: February 23, 2024

Time: 10:00 a.m.

Trm: Video/Tele Conference

PLEASE TAKE NOTICE that Kyle Everett (the "Trustee"), in his capacity as the duly-appointed Chapter 7 Trustee of the bankruptcy above-captioned estate of Benja Incorporated, files Notice of the Trustee's Motion to Approve Compromise of Controversy (the "Motion") with the Securities and Exchange Commission ("SEC"), pursuant to section 105(a), Bankruptcy Rules 2002(a)(3), 9019(a), and B.L.R. 2002-1 and 9014-1(b)(2).¹ The Motion

¹ Unless specified otherwise, all chapter and code references are to the Bankruptcy Code, 11 U.S.C. §§ 101–1532. "Bankruptcy Rule" references are to the Federal Rules of Bankruptcy Procedure, and "B.L.R." references are to the Bankruptcy Local Rules for the Northern District of California. "ECF" references are to the docket in the above-captioned bankruptcy case.

1 seeks entry of an order approving the settlement (the “Settlement”) reached between the
2 Trustee, on the one hand, and the SEC, on the other hand. The Settlement resolves the
3 \$2,635,000+ proof of claim filed by the SEC on behalf of investors for securities law
4 violations, by providing for withdrawal of that claim by the SEC, in exchange for the Trustee’s
5 treatment of investor claims totaling approximately \$2,077,516 *pari passu* with non-investor
6 claims, notwithstanding section 510(b) and the subordination provisions in the investors’
7 agreements with Benja Incorporated. The Settlement will not take effect until the later of the
8 occurrence of both of the following two events: (1) entry of an order approving the settlement;
9 and (2) SEC’s actual withdrawal of its proof of claim. Absent the occurrence of both events,
10 and unless and until the occurrence of both events, the Settlement will not take effect. The
11 Motion is supported by the Declaration of Kyle Everett (the “Declaration”) and any evidence or
12 argument that may be presented in subsequent briefing or at the hearing(s) on the Motion.

13 **PLEASE TAKE FURTHER NOTICE** that this matter is set for hearing at the above-
14 captioned date, time, and place. Any opposition shall be filed and served at least fourteen days
15 prior to the scheduled hearing date (*i.e.*, February 9, 2024). Any reply shall be filed and served
16 at least seven days prior to the hearing date (*i.e.*, February 16, 2024).

17 **PLEASE TAKE FURTHER NOTICE** that you may obtain a copy of the Motion and
18 or the Declaration by contacting Jennifer Hayes at 415-616-0466 or jhayes@fhllawllp.com.

19 **PLEASE TAKE FURTHER NOTICE THAT** the hearing on this matter will not take
20 place in the Judge’s Courtroom but instead will be conducted by video (Zoom) or telephone
21 (AT&T conference call). The Bankruptcy Court’s website (www.canb.uscourts.gov) provides
22 information regarding how to arrange an appearance at a video or telephonic hearing. If you
23 have questions about how to participate in a video or telephonic hearing, you may contact the
24 court by calling 888-821-7606 or by using the Live Chat feature on the Bankruptcy Court’s
25 website.

26 Dated: January 17, 2024

FINESTONE HAYES LLP

27 By: Jennifer C. Hayes

Jennifer C. Hayes, on behalf of Kyle Everett,
solely in his capacity as Chapter 7 Trustee of
the Benja bankruptcy estate